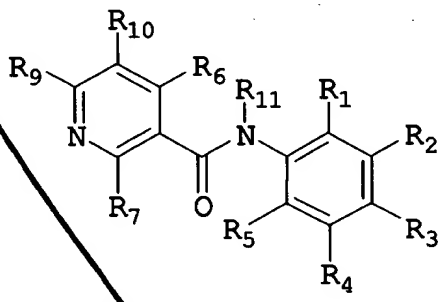
Amendments to the Claims

Claims 1-32 (canceled)

Claim 33 (currently amended): A method of treating a disorder responsive to the induction of apoptosis in an animal suffering therefrom, comprising administering to a mammal in need of such treatment an effective amount of a compound of Formula III:



(III)

or a pharmaceutically acceptable salt or prodrug thereof, wherein

~~R_1~~-R_7 and R_9-R_{10} are independently hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, a heterocyclic group, fused heterocyclic, a heteroaryl group, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$;

R_1-R_5 are hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro,

aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$;

C1 D1 cont

R_6 is hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, a heterocyclic group, fused heterocyclic, a heteroaryl group, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$, wherein

R_{15} and R_{16} are independently optionally substituted C_{1-10} alkyl, heterocyclic or heteroaryl groups; and

R_{11} is hydrogen; or alkyl, cycloalkyl, aryl or heteroaryl, each of which is optionally substituted;

wherein said disorder responsive to the induction of apoptosis is inflammation, inflammatory bowel disease, psoriasis, an autoimmune disease selected from the group consisting of rheumatoid arthritis, multiple sclerosis, diabetes mellitus, Hashimoto's thyroiditis, and autoimmune lymphoproliferative syndrome, or a cancer selected from the group consisting of Hodgkin's disease, non-Hodgkin's lymphoma, acute lymphocytic leukemia, chronic lymphocytic leukemia, multiple myeloma, neuroblastoma, breast carcinoma, ovarian carcinoma, lung carcinoma, Wilms' tumor, cervical carcinoma, testicular carcinoma, soft-tissue sarcoma, primary macroglobulinemia, bladder carcinoma, chronic granulocytic leukemia, primary brain carcinoma, malignant melanoma, small-cell lung carcinoma, stomach carcinoma, colon carcinoma, malignant pancreatic insulinoma,

C1

D1 cont

malignant carcinoid carcinoma, choriocarcinoma, mycosis fungoides, head or neck carcinoma, oesteogenic sarcoma, pancreatic carcinoma, acute granulocytic leukemia, hairy cell leukemia, rhabdomyosarcoma, Kaposi's sarcoma, genitourinary carcinoma, thyroid carcinoma, esophageal carcinoma, malignant hypercalcemia, cervical hyperplasia, renal cell carcinoma, endometrial carcinoma, polycythemia vera, essential thrombocytosis, adrenal cortex carcinoma, skin cancer and prostatic carcinoma; and

wherein said prodrug is:

a) an ester of a carboxylic acid containing compound of Formula III obtained by condensation with a C_{1-4} alcohol;

b) an ester of a hydroxyl group containing compound of Formula III obtained by condensation with a C_{1-4} carboxylic acid, C_{3-6} dioic acid or anhydride thereof;

c) an imine of an amine group containing compound of Formula III obtained by condensation with a C_{1-4} aldehyde or ketone; or

d) an acetal or ketal of at least one of the R_{1-10} hydroxy containing groups obtained by condensation with chloromethyl methyl ether or chloromethyl ethyl ether;

~~provided that:~~

~~when R_{1-2} and R_{4-11} are hydrogen, R_3 is not optionally substituted pyrazolyl;~~

~~when R_{1-5} are hydrogen, each of R_9 and R_{10} is not phenyl;~~

~~when R_3 is methoxy and R_{5-11} are hydrogen, each of R_2 and R_4 is not cyclopentyloxy;~~

~~when R_{1-3} and R_{5-11} are hydrogen, R_4 is not optionally substituted alkyl;~~

~~when R_{3-11} are hydrogen, R_1 and R_2 are not taken together to form optionally substituted thienyl-1,1-dioxide or partially saturated thienyl-1,1-dioxide; and~~

~~when R_4 and R_{4-11} are hydrogen, R_2 and R_3 are not taken together to form substituted~~ pyranyl.

Claim 34 (currently amended): The method of claim 33, wherein R_1 and R_2, or R_2 and R_3, or R_3 and R_4, or R_4 and R_5 are taken together to form an optionally substituted carbocycle ~~or an optionally substituted heterocycle, provided that said optionally substituted heterocycle is not optionally substituted saturated or partially saturated thienyl-1,1-dioxide or substituted pyranyl~~.

Claim 35 (currently amended): The method of claim 34, wherein R_1 and R_2, or R_2 and R_3, or R_3 and R_4, or R_4 and R_5 are taken together to form ~~$-OCH_2O-$~~, $-(CH_2)_3-$, $-(CH_2)_4-$, ~~$-OCH_2CH_2O-$, $-CH_2N(R)CH_2-$, $-CH_2CH_2N(R)CH_2-$, $-CH_2N(R)CH_2CH_2-$,~~ or $-CH=CH-CH=CH-$, ~~$-N(R)-CH=CH-$, $-CH=CH-N(R)-$, $-O-CH=CH-$, $-CH=CH-O-$, or $-N=CH-CH=N-$,~~ wherein the carbocycle ~~or heterocycle~~ is optionally substituted, ~~and R is hydrogen, alkyl, haloalkyl, aryl, fused aryl, carbocyclic, a heterocyclic group, a heteroaryl group, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl or aminoalkyl~~.

Claim 36 (original): The method of claim 33, wherein R_6, R_7 and R_{10} are independently hydrogen or fluoro.

Claim 37 (original): The method of claim 33, wherein R_1 is nitro.

Claim 38 (original): The method of claim 33, wherein R_2, R_4, and R_5 are independently hydrogen or fluoro.

Claim 39 (original): The method of claim 33, wherein said compound is selected from the group consisting of:

N-(4-Methyl-2-nitrophenyl)-3-pyridinecarboxamide;

N-(4-Ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

N-(4-Methoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4,5-difluoro-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(3-bromo-4-methoxy-6-nitrophenyl)-3-pyridinecarboxamide;

5,6-Dichloro-*N*-(4-methoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2-methyl-4-methoxyphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-ethoxy-2-nitrophenyl)-*N*-methyl-3-pyridinecarboxamide;

6-Chloro-*N*-(2-cyano-4,5-dimethoxyphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-trifluoromethylphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-cyanophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2,4-dimethyl-6-nitrophenyl)-3-pyridinecarboxamide;

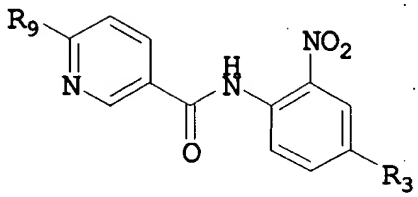
6-Chloro-*N*-(3,4-dimethoxy-6-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2-cyano-4-methylphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-methyl-6-nitrophenyl)-3-pyridinecarboxamide; and

4-Trifluoromethyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide.

Claim 40 (original): The method of claim 33, wherein said compound is of Formula IV:



(IV)

or a pharmaceutically acceptable salt or prodrug thereof.

Claim 41 (original): The method of claim 40, wherein said compound is selected from the group consisting of:

6-Chloro-*N*-(4-methoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-methyl-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-methoxy-2-nitrophenyl)-1-*N*-oxide-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-nitrophenyl)-3-pyridinecarboxamide;

6-Fluoro-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-fluoro-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-trifluoromethyl-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2-nitro-4-trifluoromethoxylphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-benzyloxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Methyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-cyano-2-nitrophenyl)-3-pyridinecarboxamide;

6-(2,2,2-Trifluoroethoxy)-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Dimethylamino-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-*t*-butyl-2-nitrophenyl)-3-pyridinecarboxamide;

6-Trifluoromethyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide; and

6-Chloromethyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide.

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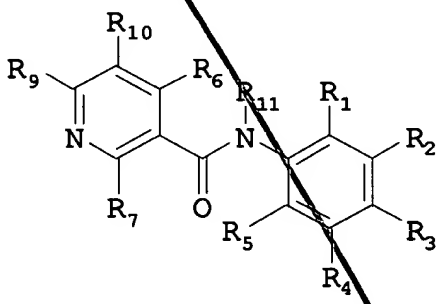
Claim ~~42~~ 116 (currently amended): A method for treating cancer, comprising administering to an animal in need of such treatment an effective amount of a compound of Formula III:



(III)

or a pharmaceutically acceptable salt or prodrug thereof, wherein

~~R_1~~-R_7 and R_9-R_{10} are independently hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, a heterocyclic group, fused heterocyclic, a heteroaryl group, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$;

R_1-R_5 are hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy,

alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$;

C1 D1 cont

R_6 is hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, a heterocyclic group, fused heterocyclic, a heteroaryl group, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$, wherein

R_{15} and R_{16} are independently optionally substituted $C_{1\text{-}10}$ alkyl, heterocyclic or heteroaryl groups; and

R_{11} is hydrogen; or alkyl, cycloalkyl, aryl or heteroaryl, each of which is optionally substituted;

wherein said cancer is selected from the group consisting of Hodgkin's disease, non-Hodgkin's lymphoma, acute lymphocytic leukemia, chronic lymphocytic leukemia, multiple myeloma, neuroblastoma, breast carcinoma, ovarian carcinoma, lung carcinoma, Wilms' tumor, cervical carcinoma, testicular carcinoma, soft-tissue sarcoma, primary macroglobulinemia, bladder carcinoma, chronic granulocytic leukemia, primary brain carcinoma, malignant melanoma, small-cell lung carcinoma, stomach carcinoma, colon carcinoma, malignant pancreatic insulinoma, malignant carcinoid carcinoma, choriocarcinoma, mycosis fungoides, head or neck carcinoma, oesteogenic sarcoma, pancreatic carcinoma, acute granulocytic leukemia, hairy cell leukemia, rhabdomyosarcoma, Kaposi's sarcoma, genitourinary carcinoma, thyroid carcinoma, esophageal carcinoma, malignant hypercalcemia, cervical hyperplasia, renal cell carcinoma, endometrial carcinoma,

polycythemia vera, essential thrombocytosis, adrenal cortex carcinoma, skin cancer and prostatic carcinoma; and

C1 D1 cont

wherein said prodrug is:

a) an ester of a carboxylic acid containing compound of Formula III obtained by condensation with a C_{1-4} alcohol;

b) an ester of a hydroxyl group containing compound of Formula III obtained by condensation with a C_{1-4} carboxylic acid, C_{3-6} dioic acid or anhydride thereof;

c) an imine of an amine group containing compound of Formula III obtained by condensation with a C_{1-4} aldehyde or ketone; or

d) an acetal or ketal of at least one of the R_{1-10} hydroxy containing groups obtained by condensation with chloromethyl methyl ether or chloromethyl ethyl ether;

~~provided that:~~

~~when R_{1-2} and R_{4-11} are hydrogen, R_3 is not optionally substituted pyrazolyl;~~

~~when R_{1-5} are hydrogen, each of R_9 and R_{10} is not phenyl;~~

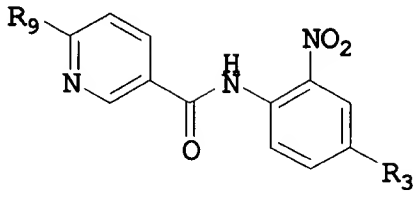
~~when R_3 is methoxy and R_{5-11} are hydrogen, each of R_2 and R_4 is not cyclopentyloxy;~~

~~when R_{1-3} and R_{5-11} are hydrogen, R_4 is not alkyl;~~

~~when R_{3-11} are hydrogen, R_1 and R_2 are not taken together to form optionally substituted thienyl-1,1-dioxide or partially saturated thienyl-1,1-dioxide; and~~

~~when R_1 and R_{4-11} are hydrogen, R_2 and R_3 are not taken together to form substituted pyranyl~~.

Claim 43 (currently amended): The method of claim 42, wherein said compound is of Formula IV:

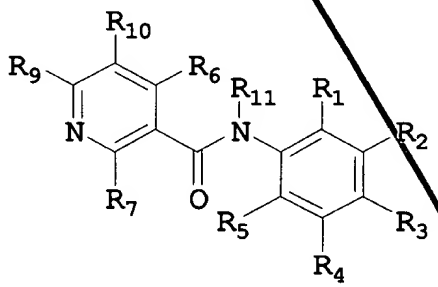


(IV)

or a pharmaceutically acceptable salt [salts] or prodrug [prodrugs] thereof.

Claims 44-45 (canceled)

46. (currently amended): A method for the treatment of drug resistant cancer, comprising administering to an animal in need of such treatment an effective amount of a compound of the Formula III:



(III)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

~~R_1~~-R_7 and R_9-R_{10} are independently hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, a heterocyclic group, fused heterocyclic, a heteroaryl group, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro,

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D' cont

aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$;

R_1-R_5 are hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$;

R_6 is hydrogen, halo, haloalkyl, haloalkoxy, aryl, fused aryl, carbocyclic, fused carbocyclic, a heterocyclic group, fused heterocyclic, a heteroaryl group, alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, nitro, aminoalkyl, cyano, cyanoalkyl, acyl, acylamido, thiol, acyloxy, azido, alkoxy, alkoxycarbonyl, aryloxy, arylalkoxy, carboxy, carbonylamido, alkylthiol, $-NH_2$, $-NHR_{15}$ or $-NR_{15}R_{16}$, wherein

R_{15} and R_{16} are independently optionally substituted C_{1-10} alkyl, heterocyclic or heteroaryl groups; and

R_{11} is hydrogen; or alkyl, cycloalkyl, aryl or heteroaryl, each of which is optionally substituted;

wherein said drug resistant cancer is selected from the group consisting of Hodgkin's disease, non-Hodgkin's lymphoma, acute lymphocytic leukemia, chronic lymphocytic leukemia, multiple myeloma, neuroblastoma, breast carcinoma, ovarian carcinoma, lung carcinoma, Wilms' tumor, cervical carcinoma, testicular carcinoma, soft-tissue sarcoma,

C1
D1
cont

primary macroglobulinemia, bladder carcinoma, chronic granulocytic leukemia, primary brain carcinoma, malignant melanoma, small-cell lung carcinoma, stomach carcinoma, colon carcinoma, malignant pancreatic insulinoma, malignant carcinoid carcinoma, choriocarcinoma, mycosis fungoides, head or neck carcinoma, oesteogenic sarcoma, pancreatic carcinoma, acute granulocytic leukemia, hairy cell leukemia, rhabdomyosarcoma, Kaposi's sarcoma, genitourinary carcinoma, thyroid carcinoma, esophageal carcinoma, malignant hypercalcemia, cervical hyperplasia, renal cell carcinoma, endometrial carcinoma, polycythemia vera, essential thrombocytosis, adrenal cortex carcinoma, skin cancer and prostatic carcinoma; and

wherein said prodrug is:

a) an ester of a carboxylic acid containing compound of Formula III obtained by condensation with a C_{1-4} alcohol;

b) an ester of a hydroxyl group containing compound of Formula III obtained by condensation with a C_{1-4} carboxylic acid, C_{3-6} dioic acid or anhydride thereof;

c) an imine of an amine group containing compound of Formula III obtained by condensation with a C_{1-4} aldehyde or ketone; or

d) an acetal or ketal of at least one of the R_{1-10} hydroxy containing groups obtained by condensation with chloromethyl methyl ether or chloromethyl ethyl ether;

~~provided that:~~

~~when R_{1-2} and R_{4-11} are hydrogen, R_3 is not optionally substituted pyrazolyl;~~

~~when R_{1-5} are hydrogen, each of R_9 and R_{10} is not phenyl;~~

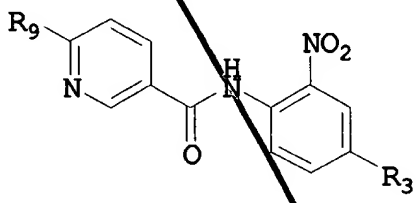
~~when R_3 is methoxy and R_{5-11} are hydrogen, each of R_2 and R_4 is not cyclopentyloxy;~~

~~when R_{1-3} and R_{5-11} are hydrogen, R_4 is not alkyl;~~

~~when R_{5-11} are hydrogen, R_1 and R_2 are not taken together to form optionally substituted thienyl-1,1-dioxide or partially saturated thienyl-1,1-dioxide; and~~

~~when R_1 and R_{4-11} are hydrogen, R_2 and R_3 are not taken together to form substituted pyranyl~~.

Claim 47 (currently amended): The method of claim 46, wherein said compound is of Formula IV:



(IV)

or a pharmaceutically acceptable salt [salts] or prodrug [prodrugs] thereof.

Claims 48-50 (canceled)

Claim 51 (original): The method of claim 42 or 46, additionally comprising treating said animal with radiation-therapy.

Claim 52 (original): The method of claim 42 or 46, wherein said compound is administered after the surgical treatment of said animal for cancer.

Claims 53-57 (canceled)

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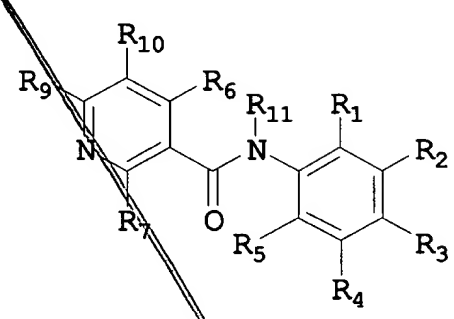
Claim 58 (currently amended): A compound of Formula III:



(III)

D1 cont

or a pharmaceutically acceptable salt or prodrug thereof, wherein

R_1 and R_5 are independently selected from the group consisting of hydrogen, hydroxy, alkyl, alkoxy, halogen, NO_2, cyano, haloalkyl, haloalkoxy, amino and aminoalkyl, provided that at least one of R_1 and R_5 is selected from the group consisting of NO_2, cyano, alkyl and haloalkyl;

R_2 and R_4 are independently selected from the group consisting of hydrogen, hydroxy, halogen, cyano, haloalkyl, haloalkoxy, amino and aminoalkyl;

R_3 is propyl, isopropyl, butyl, *sec*-butyl, *tert*-butyl, 3-pentyl, hexyl, octyl, ~~alkyl,~~ Cl, F, haloalkyl, alkoxy, arylalkoxy, cyano, haloalkyloxy, amino or aminoalkyl;

R_6 is hydrogen, hydroxy, alkyl, NO_2, cyano, haloalkyl, haloalkyloxy, amino or aminoalkyl;

R_7 is hydrogen, hydroxy, alkyl, NO_2, cyano, haloalkyl, haloalkyloxy, amino or aminoalkyl;

R_9 is hydroxy, alkyl, halogen, NO_2, haloalkyl, alkoxy, cyano, haloalkyloxy, amino or aminoalkyl;

R_{10} is hydrogen, hydroxy, alkyl, Cl, F, NO_2, cyano, haloalkyl, haloalkyloxy, amino or aminoalkyl; and

R_{11} is hydrogen, alkyl or haloalkyl;

wherein said prodrug is:

a) an ester of a carboxylic acid containing compound of Formula III obtained by condensation with a C_{1-4} alcohol;

b) an ester of a hydroxyl group containing compound of Formula III obtained by condensation with a C_{1-4} carboxylic acid, C_{3-6} dioic acid or anhydride thereof;

c) an imine of an amine group containing compound of Formula III obtained by condensation with a C_{1-4} aldehyde or ketone; or

d) an acetal or ketal of at least one of the R_{1-10} hydroxy containing groups obtained by condensation with chloromethyl methyl ether or chloromethyl ethyl ether;

~~provided that when R_2 and R_4 are hydrogen and each of R_9 and R_{10} is halo, R_1 and R_3 are not both alkyl~~.

Claim 59 (currently amended): The compound of claim 58, wherein said compound is selected from the group consisting of:

6-Chloro-*N*-(4,5-difluoro-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(3-bromo-4-methoxy-6-nitrophenyl)-3-pyridinecarboxamide;

5,6-Dichloro-*N*-(4-methoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2-methyl-4-methoxyphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-ethoxy-2-nitrophenyl)-*N*-methyl-3-pyridinecarboxamide;

6-Chloro-*N*-(2-cyano-4,5-dimethoxyphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-trifluoromethylphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-cyanophenyl)-3-pyridinecarboxamide;

~~6-Chloro-*N*-(2,4-dimethyl-6-nitrophenyl)-3-pyridinecarboxamide;~~

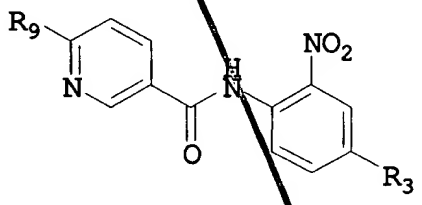
6-Chloro-*N*-(3,4-dimethoxy-6-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2-cyano-4-methylphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-methyl-6-nitrophenyl)-3-pyridinecarboxamide; and

4-Trifluoromethyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide.

Claim 60 (original): The compound of claim 58, wherein said compound is of Formula IV:



(IV)

or a pharmaceutically acceptable salt or prodrug thereof.

Claim 61 (currently amended): The compound of claim 60, wherein said compound is selected from the group consisting of:

6-Chloro-*N*-(4-methoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

~~6-Chloro-*N*-(4-methyl-2-nitrophenyl)-3-pyridinecarboxamide;~~

6-Chloro-*N*-(4-methoxy-2-nitrophenyl)-1-*N*-oxide-3-pyridinecarboxamide;

6-Chloro-*N*-(4-chloro-2-nitrophenyl)-3-pyridinecarboxamide;

6-Fluoro-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-fluoro-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-trifluoromethyl-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(2-nitro-4-trifluoromethoxylphenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-benzyloxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Methyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-cyano-2-nitrophenyl)-3-pyridinecarboxamide;

6-(2,2,2-Trifluoroethoxy)-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Dimethylamino-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide;

6-Chloro-*N*-(4-*t*-butyl-2-nitrophenyl)-3-pyridinecarboxamide;

6-Trifluoromethyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide; and

4-Chloromethyl-*N*-(4-ethoxy-2-nitrophenyl)-3-pyridinecarboxamide.

Claims 62-70 (canceled)

Claim 71 (previously amended): A pharmaceutical composition, comprising the compound of any one of claims 58-61, and a pharmaceutically acceptable carrier.

Claims 72-75 (canceled)

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Claim 76 (curently amended): The method [compound] of any one of claims 33, 42, and 46 [,58 and 72] wherein optional substituents on the alkyl or heteroaryl group of R_{15} and R_{16} or the alkyl, aryl, or heteroaryl group of R_{11} [aryl, aralkyl and heteroaryl groups] include one or more halo, C_1-C_6 haloalkyl, C_6-C_{10} aryl, C_4-C_7 cycloalkyl, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_6-C_{10} aryl(C_1-C_6)alkyl, C_6-C_{10} aryl(C_2-C_6)alkenyl, C_6-C_{10} aryl(C_2-C_6)alkynyl, C_1-C_6 hydroxyalkyl, nitro, amino, ureido, cyano, C_1-C_6 acylamino, hydroxy, thiol, C_1-C_6 acyloxy, azido, C_1-C_6 alkoxy or carboxy.

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Claims 77-78 (canceled)

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Claim 79 (new): A compound selected from the group consisting of 6-Chloro-*N*-(2,4-dimethyl-6-nitrophenyl)-3-pyridinecarboxamide and 6-Chloro-*N*-(4-methyl-2-nitrophenyl)-3-pyridinecarboxamide.